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Counsel for the State of Maine, the Maine Governor's Office, the Maine Public Advocate, the Maine Department of Public Safety, and the NNE Telephone User Group

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11
:
FairPoint Communications, Inc., *et al.* : Case No. 09-16335 (BRL)
:
Debtors. : (Jointly Administered)
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NOTICE OF APPEARANCE AND DEMAND FOR SERVICE OF PAPERS

PLEASE TAKE NOTICE that the State of Maine, and the Maine Governor's Office, the Maine Public Advocate, CTC Communications, One Communications, Great Works Internet (GWI), the Maine Department of Public Safety, Sovernet Communications, and Cornerstone Communications (the "NNE Telephone User Group"¹), by and through counsel, Arent Fox LLP, hereby appears in the above-captioned cases pursuant to Section 1109(b) of Title 11 of the United States Code (the "Bankruptcy Code") and Rules 2002, 3017, 9007, and 9010(b) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") and hereby requests that copies of all notices and pleadings given or filed in the above-captioned cases be given and served upon the persons listed below at the following address, telephone and facsimile numbers, and e-mail addresses:

¹ Arent Fox reserves the right to file amended Notices of Appearance as necessary to modify the membership of the NNE Telephone User Group.

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PLEASE TAKE FURTHER NOTICE that pursuant to Section 1109(b) of the Bankruptcy Code, the foregoing demand includes not only the notices and papers referred to in the Bankruptcy Rules specified above, but also includes, without limitation, any notice, application, complaint, demand, motion, petition, pleading or request, whether formal or informal, written or oral and whether transmitted or conveyed by mail, e-mail, facsimile, telephone, telegraph, telex, or otherwise filed or made with regard to the above-captioned case and proceedings therein.

PLEASE TAKE FURTHER NOTICE that the undersigned intends that neither this Notice of Appearance and Demand for Notices and Papers nor any later appearance, pleadings, claim or suit shall be deemed or construed to be a waiver of the rights of the NNE Telephone User Group: (1) to have final orders in non-core matters entered only after *de novo* review by a District Judge, (2) to trial by jury in any proceeding so triable in these cases or any case, controversy, or proceeding related to these cases, (3) to have the District Court withdraw the reference in any matter subject to mandatory or discretionary withdrawal, or (4) any other rights, claims, actions, setoffs, or recoupments to which NNE Telephone User Group is or may be entitled, in law or in equity, all of which rights, claims, actions, defenses, setoffs, and recoupments the NNE Telephone User Group expressly reserves.

Dated: New York, New York
October 27, 2009

AREN'T FOX LLP

Counsel for the State of Maine, the
Maine Governor's Office, the Maine
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By: */s/ Robert M. Hirsh*

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